

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1501.
FILED, NOVEMBER 1st. 1966.

LAKE-OSU MINES LIMITED

Full corporate name of Company
Incorporated under The Companies Act (Ontario) by
Letters Patent dated October 19, 1945
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous
Filing Statement No. 1066.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	This Statement is filed in respect to the Underwriting and Option Agreement dated October 18, 1966 made between Lake-Osu Mines Limited (hereinafter called "the Company") and Bongard, Leslie & Co. Ltd., particulars of which are referred to in Item 6 hereof, and the Property Agreement referred to in Item 11 hereof.	
2. Head office address and any other office address.	The head office address of the Company is Room 1000, 11 King Street West, Toronto 1, Ontario.	
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<u>Officers</u>	
	President	- A.C. Mosher, 1000, 11 King Street West, Toronto 1, Ontario, Mining Executive;
	Vice-President	- D.W. Falconer, 2400, 44 King Street West, Toronto 1, Ontario, Solicitor;
	Secretary-Treasurer	- David Austin Huntley, 1000, 11 King Street West, Toronto 1, Ontario, Chartered Accountant.
	<u>Directors</u>	
	A.C. Mosher	- as above;
	D.W. Falconer	- as above;
	Forrest W. Graham	- 600, 20 King Street West, Toronto 1, Ontario, Stockbroker;
	Frank W. West	- Grimsby, Ontario, Retired;
	Donald J. Hains	- 77 York Street, Toronto 1, Ontario, Metallurgist.
4. Share capitalization showing authorized and issued and outstanding capital.	The authorized capital of the Company consists of 5,000,000 shares of the par value of \$1.00 each of which 3,150,000 shares are issued and outstanding as fully paid and non-assessable shares.	
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	There are no bonds, debentures, notes, mortgages, charges, liens or hypothecations or the Company outstanding.	
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	The Company has entered into an Underwriting and Option Agreement dated October 18, 1966 with Bongard, Leslie & Co. Ltd., 20 King Street West, Toronto, Ontario (Bongard, Leslie), acting as principal, whereby subject to the Toronto Stock Exchange accepting for filing on or before November 18, 1966 notice of the said Underwriting and Option Agreement and this Filing Statement, the Company has agreed to sell to Bongard, Leslie, and Bongard, Leslie has agreed to purchase from the Company, 400,000 shares of the capital stock of the Company, at the price of 15¢ per share and in consideration thereof and subject thereto, the Company has agreed to give to Bongard, Leslie the sole and exclusive right and option to purchase from the Company a further 200,000 shares of the capital stock of the Company to be taken up and paid for in full at the price of 20¢ per share on or before the 18th day of January, 1967. Bongard, Leslie has advised the Company that Gordon Ross Bongard, 28 Hawarden Crescent, Toronto, Ontario, Strachan K. Bongard, 1 Highland Avenue, Toronto, Ontario, Forrest W. Graham, 87 Dunvegan Road, Toronto, Ontario and R. Reed Johnston, 4 Grove Park, Westmount, Quebec, are the only persons who hold more than a 5% interest in Bongard, Leslie.	

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Bongard, Leslie & Co. Ltd. alone, holds the entire interest, direct or indirect, in the underwritten and optioned shares of the Company referred to in Item 6 hereof. There are no present or proposed assignments of any of the shares underwritten or optioned and none are contemplated.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No payment in cash or securities of the Company has been made or will be made to a promoter or finder in connection with the Underwriting and Option Agreement referred to above, or the Property Option Agreement referred to in Item 11 hereof.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company's future development plans include the carrying out of diamond drilling and conducting a magnetometer survey on the 20 mining claims in Lesseps and Lapotardiere Townships in the Province of Quebec referred to in Item 11 hereof; (b) the carrying out of exploration and development work on the 20 mining claims owned by the Company in Dufresnoy Township, Province of Quebec, which are located approximately 3 miles northeast of the mine shaft on the Lake Dufault Mines Limited property; (c) prospecting and/or survey work on the 5 mining claims owned by the Company in the Wawa area of Ontario, adjoining the mine property of Surluga Gold Mines Limited; (d) prospecting and exploration work on 10 mining claims held by the Company in Beschfer Township in Northwestern Quebec; and (e) participations in prospecting field parties. The proceeds from the sale of treasury shares of the Company referred to in Item 6 hereof will be used to pay the costs of such work.
10. Brief statement of company's chief development work during past year.	The chief development work carried out by the Company during the past year has been in relation to prospecting and exploration. The Company has participated to the extent of 25% with United States Smelting Refining and Mining Company in a prospecting venture in Northern Ontario. The Company also had a 50% interest in another prospecting venture carried out in Northern Ontario.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The Company does not propose to purchase any property or other assets at this time. However, pursuant to an Agreement in writing dated as of October 18, 1966 made between Waco Petroleum Limited, Room 306, 200 Bay Street, Toronto, Ontario, (Waco), and the Company, the Company has received the right and option to enter upon and prospect and explore 20 certain mining claims owned by Waco located in the Townships of Lesseps and Lapotardiere in the Province of Quebec and in the event that the Company expends \$35,000 or more in the aggregate on prospecting, exploration and development work on such Mining Claims it shall have an undivided one-half interest in and to the Mining Claims. The Company has undertaken to expend not less than \$15,000 on or in connection with the said Mining Claims on or before December 31, 1967, in any event. Pursuant to the said Agreement, if the Company acquires an undivided one-half interest in the Mining Claims, Waco and the Company may cause a New Company to be incorporated and organized for the purpose of acquiring the Mining Claims. Waco and Lake-Osu will have the right to share the financing of the New Company equally. Waco Petroleum Limited is a public company of which J.D. Creighton of Toronto, Ontario is the President.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	There are no shares of the Company held in escrow or pool.

FINANCIAL STATEMENTS

LAKE - OSU MINES LIMITED

(Incorporated under the laws of Ontario)

BALANCE SHEET AS AT SEPTEMBER 30, 1966.

ASSETS

Current:

Cash	\$ 2,381
Short term bonds at cost, (which approximates market), plus accrued interest	44,174
Employees' travel advances and accounts receivable	<u>1,330</u>
	47,885

Mining Properties, at cost:

20 mining claims in the Township of Dufresnoy, Quebec, acquired for cash	\$ 20,090
5 mining claims in the Township of Michipicoten, Ontario, acquired for cash	1,500
50% interest in 10 mining claims in the Township of Beschefer, Quebec, acquired by staking	<u>200</u>
	21,790

Exploration and development costs:

Dufresnoy, including \$2,581 expended during the year for taxes	\$ 30,072
Michipicoten, no expenditures during the year	<u>21,251</u>
	51,323
	<u>73,113</u>
	\$ 120,998

LIABILITIES

Current:

Accounts payable	\$ 2,372
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SHAREHOLDERS' EQUITY

Capital Stock:

Authorized --	
5,000,000 shares, par value \$1 each	
Issued --	
3,150,000 shares	\$ 3,150,000
Deduct discount	<u>921,996</u>
	2,228,004

Deficit - per statement

<u>2,109,378</u>	<u>118,626</u>
	\$ 120,998

On behalf of the Board:

[Signature] , Director
[Signature] , Director

LAKE - OSU MINES LIMITED

STATEMENT OF OPERATIONS AND DEFICIT FOR THE ELEVEN MONTHS ENDED SEPTEMBER 30, 1966.

Expenses:

Exploration

General prospecting \$ 10,361

Administrative

Audit fees	\$ 250
Legal fees	225
Office and general	843
Office rent	1,053
Registrar and transfer fees	541
Reports to shareholders	432
Salaries	3,309
Telephone	171
Travel	348
	<u>7,172</u>

Deduct - Investment income 2,304 4,868

Net expenses 15,229

Deficit, October 31, 1965 2,094,149

Deficit, September 30, 1966 \$ 2,109,378

LAKE - OSU MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS FOR THE ELEVEN MONTHS ENDED SEPTEMBER 30, 1966.

Funds Applied:

Expenditures on Dufresnoy Township property \$ 2,581

Acquisition of a 50% interest in 10 mining claims
in the Township of Beschefer, Quebec 200

Net expenses for the period 15,229

Reduction in working capital 18,010

Working capital, October 31, 1965 63,523

Working capital, September 30, 1966 \$ 45,513

On behalf of the Board:

[Signature]
....., Director
[Signature]
....., Director

ENGINEER'S REPORT

MOREAU, WOODARD & COMPANY LTD.

MINERAL EXPLORATION SERVICES

November 1st, 1966.

Lake-Osu Mines Limited,
1000 - 11 King Street, West,
Toronto 1, Ontario.

Waco Petroleum Limited,
1005 - 105 Adelaide Street West,
Toronto 1, Ontario.

GENTLEMEN:

With reference to your block of mining claims in Lesseps and Lapotardiere Townships, I am pleased to make certain recommendations regarding further exploration of these claims.

Geological mapping by Quebec Department of Mines personnel has indicated a 2000 foot wide skarn (altered limestone) horizon underlying most of the claim group. This skarn horizon follows the crest of a well defined ridge, with Mount Richardson at the summit.

Magnetometer surveys by Prospecting Geophysics Limited have indicated two magnetically disturbed areas within the bounds of the skarn. The more northerly of these areas shows a higher than normal copper content in the soils down slope from the magnetic anomalies.

It is proposed to test by diamond drilling for any copper mineralization which may be associated with the magnetic features by a series of 500 foot holes. An initial total of 2000 feet of drilling is recommended. This work will cost approximately \$25,000.00.

Respectfully submitted,

Fenton Scott
Fenton Scott

FS/om

C E R T I F I C A T E

1. These recommendations are based on:-
 - (1) Unpublished maps by the Quebec Department of Natural Resources.
 - (2) A report by H. J. Bergmann, P. Eng., dated September 29, 1966.
 - (3) Visits to the property in August and October, 1966.
2. With reference to this report, I wish to state that:
 - (A) I graduated from the University of New Brunswick originally in geology in 1948, and have practised this profession continuously for the ensuing 18 years.
 - (B) I am registered as a Professional Engineer (mining) in the Province of Ontario. I am a member of the Canadian Institute of Mining and Metallurgy and a fellow of the Geological Association of Canada.
 - (C) I have no direct or indirect interest in the securities of Lake-Osu Mines Limited or in the Claims covered by this report. I am a director of Waco Petroleum Limited and the beneficial holder of approximately 9000 shares of stock in that company.

Fenton Scott
Fenton Scott, P. Eng.

ENGINEER'S REPORT

NOTE: The following are excerpts from a report prepared for Waco Petroleum Limited, by H.J. Bergmann, P.Eng., dated September 29th, 1966, on mining claims located in Lesseps and Lapotardiere Townships, Gaspé Mining Area, Province of Quebec. A complete copy of this report is on file with the Toronto Stock Exchange

CONCLUSIONS AND RECOMMENDATIONS

The magnetic survey outlined an anomalous area in the eastern part of the property which could be associated with a skarn zone near the Tabletop granite. This would provide a similar geological environment to that existing on the Wexford property to the north.

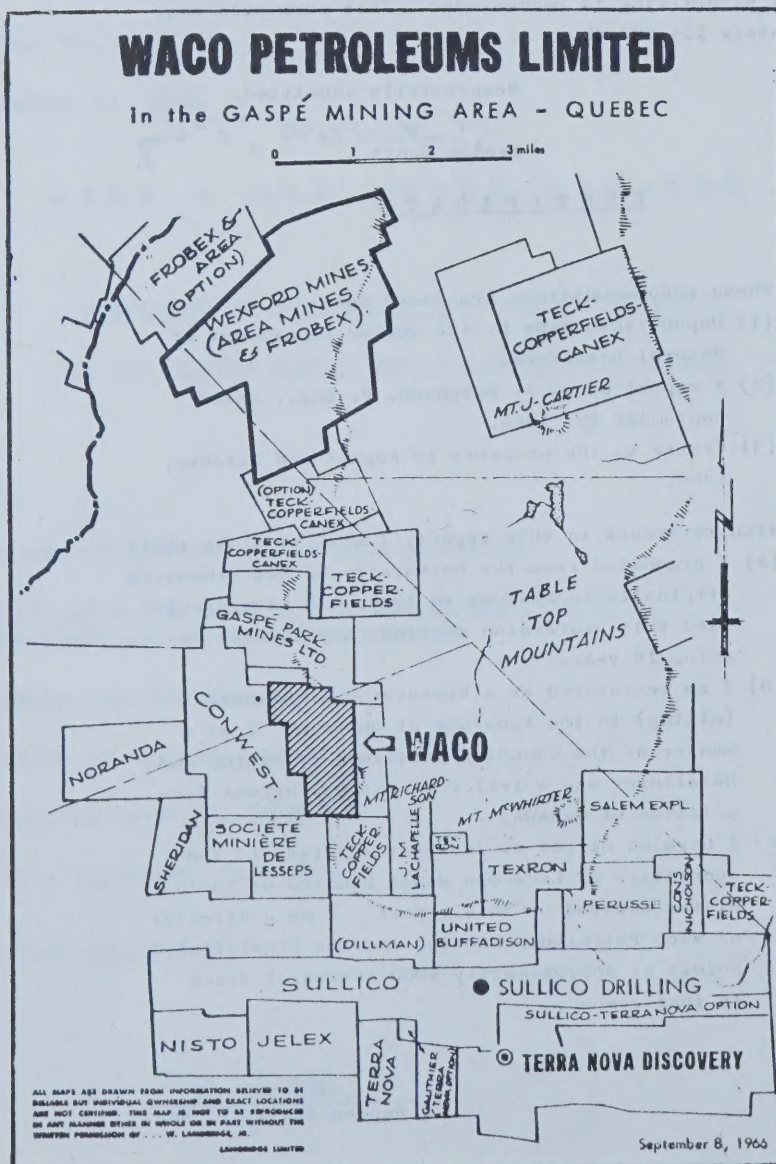
The geochemical survey indicated some weak copper anomalies within or near the magnetic anomaly. These warrant some further investigation.

Initially it is recommended that the magnetic and geochemical data be correlated with the geology. There are several areas of outcrop and thus geological data is readily available. This correlation would determine the next stage of exploration.

Respectfully submitted,
PROSPECTING GEOPHYSICS LTD.

H. J. Bergmann
H. J. Bergmann, P. Eng.

Montreal, Que.
September 29, 1966.



14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.												
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	The following are the names, addresses and shareholdings of the five largest registered shareholders of the Company as at the close of business on October 19, 1966. <table border="1"> <thead> <tr> <th>Name and Address</th> <th>Number of Shares</th> </tr> </thead> <tbody> <tr> <td>Chimo Gold Mines Limited, 1000, 11 King Street West, Toronto, Ontario.</td> <td>631,500</td> </tr> <tr> <td>Bongard & Company, 20 King Street West, Toronto, Ontario.</td> <td>327,794</td> </tr> <tr> <td>Ross, Knowles & Co. Limited, 105 Adelaide Street West, Toronto, Ontario.</td> <td>291,300</td> </tr> <tr> <td>James Richardson & Sons, 173 Portage Avenue East, Winnipeg, Manitoba.</td> <td>107,300</td> </tr> <tr> <td>Bongard, Leslie & Co. Ltd., 20 King Street West, Toronto, Ontario.</td> <td>95,150</td> </tr> </tbody> </table> The Company is advised that all the 631,500 shares of the capital stock of the Company registered in the name of Chimo Gold Mines Limited are beneficially owned by that Company. The Company does not know if any other of the above shareholders are the beneficial owners of the shares registered in their name or not.	Name and Address	Number of Shares	Chimo Gold Mines Limited, 1000, 11 King Street West, Toronto, Ontario.	631,500	Bongard & Company, 20 King Street West, Toronto, Ontario.	327,794	Ross, Knowles & Co. Limited, 105 Adelaide Street West, Toronto, Ontario.	291,300	James Richardson & Sons, 173 Portage Avenue East, Winnipeg, Manitoba.	107,300	Bongard, Leslie & Co. Ltd., 20 King Street West, Toronto, Ontario.	95,150
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Bongard, Leslie & Co. Ltd., 20 King Street West, Toronto, Ontario.	95,150												
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	So far as the Company knows, there are no persons in a position to elect or cause to be elected a majority of the directors of the Company, except the present directors, who are probably in a position to do so upon a solicitation of proxies.												
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	Schedule of Investments as at October 20, 1966. <table border="1"> <thead> <tr> <th>Par Value</th> <th></th> <th>Cost</th> </tr> </thead> <tbody> <tr> <td>\$24,000</td> <td>Hydro Electric Power Commission of Ontario, 4% Bonds due April 15, 1968.</td> <td>\$23,304</td> </tr> <tr> <td>\$20,000</td> <td>Province of Ontario 5½% Bonds due April 15, 1968.</td> <td>\$19,950</td> </tr> </tbody> </table>	Par Value		Cost	\$24,000	Hydro Electric Power Commission of Ontario, 4% Bonds due April 15, 1968.	\$23,304	\$20,000	Province of Ontario 5½% Bonds due April 15, 1968.	\$19,950			
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\$24,000	Hydro Electric Power Commission of Ontario, 4% Bonds due April 15, 1968.	\$23,304											
\$20,000	Province of Ontario 5½% Bonds due April 15, 1968.	\$19,950											
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or its properties.												
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	There are no material contracts entered into by the Company which are still in effect which are not disclosed in the foregoing.												
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	(a) This Statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect to the matters referred to in Item 1, which the Company understands to be classed as "material changes". (b) On the acceptance for filing by the Toronto Stock Exchange of this Statement, shares of the Company will be in the course of primary distribution. (c) There are no other relevant material facts.												

CERTIFICATE OF THE COMPANY

DATED October 20, 1966.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

LAKE-OSU MINES LIMITED
CORPORATE SEAL

"F.W. Graham" By [Signature] DIRECTOR
"D.W. Falconer" And [Signature] DIRECTOR
CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

BONGARD, LESLIE & CO. LTD.

"G.R. Bongard" By [Signature]
"I.A. Bongard" And [Signature] President

